

Electronically Recorded

Official Public Records

Mary Louise Garcia

Mary Louise Garcia

Tarrant County Texas

2/25/2011 8:54 AM

D211045095

PGS 3 \$24.00

Submitter: SIMPLIFILE



CHESAPEAKE ENERGY CORP.
ATTN: RECORDING TEAM
P.O. Box 18496
Oklahoma City, OK 73154

Submitter: Chesapeake Operating, Inc.

MARY LOUISE GARCIA
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

ELECTRONICALLY RECORDED
BY SIMPLIFILE

By: _____

**ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.**

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

L0583259

Electronically Recorded
Chesapeake Operating, Inc.

AMENDMENT AND CORRECTION TO OIL, GAS, AND MINERAL LEASE

Reference is hereby made to that certain Oil and Gas Lease (hereinafter referred to as "Subject Lease") dated the 26th day of October, 2007, by and between Scott Boone, Jr. and Mattie Boone, Boone Revocable Living Trust, as Lessor, and Paloma Barnett, LLC., as Lessee, whose address is 1021 Main Street, Suite 2600, Houston, TX 77002, which lease is recorded in Document # D208030464 of the Public Records of Tarrant County, Texas.

WHEREAS, ALL OF THE RIGHTS, TITLE AND INTEREST IN SAID LEASE WERE ULTIMATELY ASSIGNED TO AND ACQUIRED BY CHESAPEAKE EXPLORATION, LLC, WHOSE ADDRESS IS 6100 N WESTERN AVE, OKLAHOMA CITY, OKLAHOMA 73118; AND

WHEREAS, Total E&P USA, Inc., ("Total") whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the aforementioned Lease and desires to amend the Lease as follows. Chesapeake and Total are herein collectively referred to as "Assignees".

WHEREAS, it is the desire of said Lessor and Assignees to add a legal description to the Subject Lease.

NOW THEREFORE, the undersigned do hereby delete SEE EXHIBIT "A" FOR LEGAL DESCRIPTION in Paragraph No. 1 of said lease and in its place insert the following:

.157 acres of land, more or less, being Lot 19, Block 3, out of the B. Jackson Addition, an addition to the City of Fort Worth, Tarrant County, Texas, According to that certain plat recorded in Volume 388-C, Page 13, of the Plat Records of Tarrant County, Texas;

Furthermore the undersigned do hereby ratify, adopt and confirm said Lease as hereby amended, as a valid and subsisting Lease and the undersigned Lessor does hereby grant, demise, lease and let unto Assignees, the present owner of the Subject Lease, the premises described above, subject to and in accordance with all of the terms and provisions of the Subject Lease as hereby amended.

This agreement shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

EXECUTED the 27 day of January, 2011, but for all purposes effective the 26th day, of October, 2007.

Lessor:

Scott Boone, Jr. and Mattie Boone, Boone Revocable Living Trust

Scott Boone Jr
By: Scott Boone Jr

As: Trustee

Assignee:

CHESAPEAKE EXPLORATION, L.L.C.,
An Oklahoma limited liability company

By:

Henry J. Hood, Senior Vice President
Land and Legal & General Counsel

*Henry J. Hood, Senior Vice President
Land and Legal & General Counsel*

TX0044593-000

Assignee:

TOTAL E&P USA, INC., a Delaware corporation

By: John B. Smith

Name: Eric Bonnin
Vice President, Business Development & Strategy

As: _____

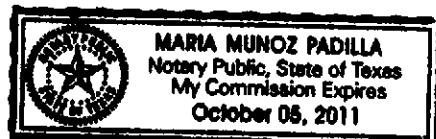
Acknowledgments

STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 27th day of January, 2011, by
Scott Boone, Jr. as Trustee of the Scott Boone, Jr. and Mattie Boone, Boone Revocable Living Trust.

Maria O. Padilla
Notary Public State of Texas



STATE OF OKLAHOMA }
 } SS:
COUNTY OF OKLAHOMA }

This instrument was acknowledged before me on this 7th day of FEBRUARY, 2011, by Henry J. Hood, as Senior Vice President – Land and Legal & General Counsel of Chesapeake Exploration, L.L.C. on behalf of said limited liability company.

Christensen
Notary Public

Record & Return to:
Chesapeake Operating, Inc.
P.O. Box 18496
Oklahoma City, OK 73154

Commission Expires:
Commission No.



STATE OF TEXAS
COUNTY OF Harris

The foregoing instrument was acknowledged before me this 22nd day of February, 2011,
by Eric Bonnin, Vice President, Business Development & Strategy of TOTAL
E&P, USA, Inc., a Delaware corporation, as the act and deed and on behalf of such corporation.

Notary Public

